

Nos. 22-13051, 22-13052, 22-13118, & 22-13120

**In the United States Court of Appeals
for the Eleventh Circuit**

IN RE: BLUE CROSS BLUE SHIELD ANTITRUST LITIGATION
(MDL 2406)

On Appeal from the United States District Court for the
Northern District of Alabama, Southern Division,
No. 2:13-CV-20000-RDP

**PLAINTIFFS-APPELLEES' MOTION TO STRIKE NEW ARGUMENTS
IN APPELLANT HOME DEPOT'S REPLY BRIEF**

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**CERTIFICATE OF INTERESTED PERSONS
AND CORPORATE DISCLOSURE STATEMENT**

Pursuant to 11th Cir. R. 26.1, Plaintiffs-Appellees hereby certify that the following is a complete list of the trial judge and all attorneys, persons, associations of persons, firms, partnerships, or corporations that have an interest in the outcome of this particular case on appeal:

1. 450 Ventures, LLC, *Affiliate of Defendants-Appellees*
2. A. Duie Pyle, Inc., *Plaintiff-Appellee*
3. Accenda Health Company, *Affiliate of Defendants-Appellees*
4. Access Health, Inc., *Affiliate of Defendants-Appellees*
5. Accident Fund Holding, Inc., *Affiliate of Defendants-Appellees*
6. ACE, including ACE American Insurance Company and Illinois Union Insurance Company, *Insurer of Defendants-Appellees*
7. Adams & Reese, LLP, *Counsel for Defendants-Appellees*
8. Adamson, Virginia, *Counsel for Interested Party-Appellant*
9. Adcox, Rachel, *Counsel for Defendants-Appellees*
10. Advance Insurance Company of Kansas, *Affiliate of Defendants-Appellees*
11. Advanced Health Information Network, LLC, *Affiliate of Defendants-Appellees*

12. Aero Jet Intermediate Holdings, Inc., which is wholly owned by Aero Medical International, Inc., *Parent to Plaintiffs-Appellees*
13. Ahrens, Ellen M., *Counsel for Plaintiffs-Appellees*
14. American International Group Inc. (AIG) (including Lexington Insurance Company, National Union Insurance Company, and Illinois National Insurance Co.), *Insurer of Defendants-Appellees*
15. Alabama Industries Financial Corporation, *Affiliate of Defendants-Appellees*
16. AlaHealth, Inc., *Affiliate of Defendants-Appellees*
17. Alexander, Laura, *Counsel for Plaintiffs-Appellees*
18. Allie, Renee E., *Plaintiff-Appellee*
19. Allied World Assurance Company, f/k/a Darwin National and Darwin Select, *Insurer of Defendants-Appellees*
20. Ambrecht Jackson LLP, *Counsel for Defendants-Appellees*
21. America's 1st Choice of South Carolina, Inc., *Subsidiary of Defendants-Appellees*
22. American Electric Motor Services Inc., *Plaintiff-Appellee*
23. AMERIGROUP Community Care of New Mexico, Inc., *Subsidiary of Defendants-Appellees*
24. AMERIGROUP Corporation, *Subsidiary of Defendants-Appellees*

25. Amerigroup District of Columbia, Inc., *Subsidiary of Defendants-Appellees*
26. Amerigroup Insurance Company, *Subsidiary of Defendants-Appellees*
27. AMERIGROUP Iowa, Inc., *Subsidiary of Defendants-Appellees*
28. Amerigroup Kansas, Inc., *Subsidiary of Defendants-Appellees*
29. AMERIGROUP Maryland, Inc., *Subsidiary of Defendants-Appellees*
30. AMERIGROUP Ohio, Inc., *Subsidiary of Defendants-Appellees*
31. AMERIGROUP New Jersey, Inc., *Subsidiary of Defendants-Appellees*
32. AMERIGROUP Tennessee, Inc., *Subsidiary of Defendants-Appellees*
33. AMERIGROUP Texas, Inc., *Subsidiary of Defendants-Appellees*
34. AMERIGROUP Washington, Inc., *Subsidiary of Defendants-Appellees*
35. AmeriHealth, Inc., *Parent to Defendants-Appellees*
36. AMGP Georgia Managed Care Company, Inc., *Subsidiary of Defendants-Appellees*
37. Anthem Blue Cross (Blue Cross of California), *Defendant-Appellee*
38. Anthem Blue Cross and Blue Shield of Connecticut, *Defendant-Appellee*
39. Anthem Blue Cross and Blue Shield of Indiana, *Defendant-Appellee*
40. Anthem Blue Cross and Blue Shield of Missouri, *Defendant-Appellee*

41. Anthem Blue Cross and Blue Shield of New Hampshire, *Defendant-Appellee*
42. Anthem Blue Cross and Blue Shield of Virginia, Inc., *Defendant-Appellee*
43. Anthem Blue Cross Life and Health Insurance Company, *Defendant-Appellee*
44. Anthem Financial, Inc., *Affiliate of Defendants-Appellees*
45. Anthem Health Insurance Company of Nevada, *Subsidiary of Defendants-Appellees*
46. Anthem Health Plans of Kentucky, Inc., *Defendant-Appellee*
47. Anthem Health Plans of Maine, *Defendant-Appellee*
48. Anthem Health Plans of Maine, Inc., *Defendant-Appellee*
49. Anthem Health Plans of New Hampshire, Inc. (Anthem Blue Cross and Blue Shield of New Hampshire), *Defendant-Appellee*
50. Anthem Health Plans of Virginia, Inc. (Anthem Blue Cross and Blue Shield of Virginia Inc.), *Defendant-Appellee*
51. Anthem Health Plans, Inc. (Anthem Blue Cross and Blue Shield of Connecticut), *Defendant-Appellee*
52. Anthem Holding Corporation, *Defendant-Appellee*

53. Anthem Insurance Companies, Inc. (Anthem Blue Cross and Blue Shield of Indiana), *Defendant-Appellee*
54. Anthem, Inc. (ELV), *Defendant-Appellee*
55. Anthem, Inc. (Anthem Health Plans of Virginia, Inc.), *Defendant-Appellee*
56. Anthem, Inc. (Parent to Anthem Insurance Companies, Inc.), *Defendant-Appellee*
57. Anthem, Inc. (Parent to Community Insurance Company), *Defendant-Appellee*
58. Anthem, Inc., f/k/a Wellpoint, Inc. d/b/a Anthem Blue Cross Life and Health Insurance Company, Blue Cross of California, Blue Cross of Southern California, Blue Cross of Northern California, Rocky Mountain Hospital and Medical Service Inc. d/b/a Anthem Blue Cross Blue Shield of Colorado and Anthem Blue Cross Blue Shield of Nevada, Anthem Blue Cross Blue Shield of Connecticut, Anthem Blue Cross Blue Shield of Georgia, Anthem Blue Cross Blue Shield of Indiana, Anthem Blue Cross Blue Shield of Kentucky, Anthem Blue Cross Blue Shield of Maine, Anthem Blue Cross Blue Shield of Missouri, RightCHOICE Managed Care, Inc., HMO Missouri Inc., Anthem Health Plans of New Hampshire as Anthem Blue Cross Blue

Shield of New Hampshire, Empire HealthChoice Assurance, Inc. as
Empire Blue Cross Blue Shield, Community Insurance Company as
Anthem Blue Cross Blue Shield of Ohio, Anthem Blue Cross and Blue
Shield of Virginia, Anthem Blue Cross Blue Shield of Wisconsin,
Defendant-Appellee

59. Anthem Kentucky Managed Care Plan, Inc., *Subsidiary of Defendants-Appellees*
60. Anthem Life & Disability Insurance Company, *Affiliate of Defendants-Appellees*
61. Anthem Life Insurance Company, *Defendant-Appellee*
62. Anthem Partnership Holding Company, LLC, *Subsidiary of Defendants-Appellees*
63. Anthem Southeast, Inc., *Subsidiary of Defendants-Appellees*
64. Anthem Workers' Compensation, LLC, *Subsidiary of Defendants-Appellees*
65. APC Passe, LLC, *Affiliate of Defendants-Appellees*
66. Arch Insurance Company (ACGL), *Insurer of Defendants-Appellees*
67. Argo Re (ARGO), *Insurer of Defendants-Appellees*
68. Arizmendi, Sylmarie, *Counsel for Defendants-Appellees*
69. Arkansas Blue Cross and Blue Shield, *Defendant-Appellee*

70. Armbrecht Jackson LLP, *Counsel for Defendants-Appellees*
71. ASC Benefit Services, LLC, *Affiliate of Defendants-Appellees*
72. Aschenbrenner, Juanita, *Plaintiff-Appellee*
73. Aschenbrenner, Tom, *Plaintiff-Appellee*
74. Associated Group, Inc., *Subsidiary of Defendants-Appellees*
75. Asuris Northwest Health, *Subsidiary of Defendants-Appellees*
76. ATH Holding Company, LLC, *Subsidiary of Defendants-Appellees*
77. Ausman Law Firm, *Counsel for Plaintiffs-Appellees*
78. Ausman, Jason, *Counsel for Plaintiffs-Appellees*
79. Avalon Insurance Company, *Affiliate of Defendants-Appellees*
80. Avantgarde Aviation, Inc., *Plaintiff-Appellee*
81. Aware Integrated, Inc., *Parent to Defendants-Appellees*
82. Axinn, Veltrop & Harkrider, LLP, *Counsel for Defendants-Appellees*
83. Bailey & Glasser, LLP, *Counsel for Plaintiffs-Appellees*
84. Bailey, Arthur, *Counsel for Plaintiffs-Appellees*
85. Baird, Lisa M., *Counsel for Defendants-Appellees*
86. Balch & Bingham LLP, *Counsel for Defendants-Appellees*
87. Ball & Scott Law Offices, *Counsel for Plaintiffs-Appellees*
88. Ball, W. Gordon, *Counsel for Plaintiffs-Appellees*
89. Balmori, Daniel, *Counsel for Defendants-Appellees*

90. Barnes, Benjamin L., *Counsel for Plaintiffs-Appellees*
91. Barnett, Tyler J., *Counsel for Plaintiffs-Appellees*
92. Barr, Sternberg, Moss, Lawrence, Silver & Munson, P.C., *Plaintiff-Appellee*
93. Barstow, Erik, *Plaintiff-Appellee*
94. Bartlett, Inc. d/b/a Energy Savers, *Plaintiff-Appellee*
95. Bartony & Hare, *Counsel for Plaintiffs-Appellees*
96. Battin, Timothy D., *Counsel for Plaintiffs-Appellees*
97. Baudin, Stanley P., *Counsel for Plaintiffs-Appellees*
98. BCBSM, Inc. d/b/a Blue Cross Blue Shield of Minnesota, *Defendant-Appellee*
99. BCS Insurance Company, *Insurer of Defendants-Appellees*
100. Beard, Braden, *Counsel for Plaintiffs-Appellees*
101. Bearman, Edward M., *Counsel for Plaintiffs-Appellees*
102. Beck & Amsden PLLC, *Counsel for Plaintiffs-Appellees*
103. Beck, Monte D., *Counsel for Plaintiffs-Appellees*
104. Behenna, David G., *Interested-Party-Appellant (Pro Se)*
105. Belin, Eric R.G., *Counsel for Plaintiffs-Appellees*
106. Belt Law Firm, PC, *Counsel for Plaintiffs-Appellees*
107. Belt, Keith T., *Counsel for Plaintiffs-Appellees*

108. Belzer, Betsy Jane, *Plaintiff-Appellee*
109. BeneVive, Inc., *Affiliate of Defendants-Appellees*
110. Berger & Montague, P.C., *Counsel for Plaintiffs-Appellees*
111. Bernick, Justin, *Counsel for Defendants-Appellees*
112. Bhuta, Monika, *Plaintiff-Appellee*
113. Bishop, Martin J., *Counsel for Defendants-Appellees*
114. Bisio, Peter, *Counsel for Defendants-Appellees*
115. Blackrock, Inc., *10% Owner of a Plaintiff-Appellee*
116. Blanchfield, Garrett, *Counsel for Plaintiffs-Appellees*
117. Bloomberg, Edward S., *Counsel for Defendants-Appellees*
118. Blue Care Network of Michigan, *Affiliate of Defendants-Appellees*
119. Blue Cross and Blue Shield of Alabama, *Defendant-Appellee*
120. Blue Cross and Blue Shield of Arizona, *Defendant-Appellee*
121. Blue Cross and Blue Shield of Florida, *Defendant-Appellee*
122. Blue Cross and Blue Shield of Florida, Inc., *Defendant-Appellee*
123. Blue Cross and Blue Shield of Florida, Inc. d/b/a Florida Blue,
Defendant-Appellee
124. Blue Cross and Blue Shield of Georgia, *Defendant-Appellee*
125. Blue Cross and Blue Shield of Georgia, Inc., *Defendant-Appellee*

126. Blue Cross and Blue Shield of Illinois, *Affiliate of Defendants-Appellees*
127. Blue Cross and Blue Shield of Kansas, *Defendant-Appellee*
128. Blue Cross and Blue Shield of Kansas City, *Defendant-Appellee*
129. Blue Cross and Blue Shield of Kansas Foundation, *Affiliate of Defendants-Appellees*
130. Blue Cross and Blue Shield of Kansas, Inc., *Defendant-Appellee*
131. Blue Cross and Blue Shield of Louisiana, *Defendant-Appellee*
132. Blue Cross and Blue Shield of Massachusetts, *Defendant-Appellee*
133. Blue Cross and Blue Shield of Massachusetts HMO Blue, Inc., *Affiliate of Defendants-Appellees*
134. Blue Cross and Blue Shield of Massachusetts, Inc., *Defendant-Appellee*
135. Blue Cross and Blue Shield of Michigan, *Defendant-Appellee*
136. Blue Cross and Blue Shield of Minnesota, *Defendant-Appellee*
137. Blue Cross and Blue Shield of Mississippi, *Defendant-Appellee*
138. Blue Cross and Blue Shield of Montana, *Affiliate of Defendants-Appellees*
139. Blue Cross and Blue Shield of Nebraska, *Defendant-Appellee*
140. Blue Cross and Blue Shield of New Mexico, *Affiliate of Defendants-Appellees*

141. Blue Cross and Blue Shield of North Carolina, *Defendant-Appellee*
142. Blue Cross and Blue Shield of North Carolina, Inc., *Defendant-Appellee*
143. Blue Cross and Blue Shield of North Dakota, *Defendant-Appellee*
144. Blue Cross and Blue Shield of Oklahoma, *Affiliate of Defendants-Appellees*
145. Blue Cross and Blue Shield of Rhode Island, *Defendant-Appellee*
146. Blue Cross and Blue Shield of South Carolina, *Defendant-Appellee*
147. Blue Cross and Blue Shield of Tennessee, *Defendant-Appellee*
148. Blue Cross and Blue Shield of Tennessee, Inc., *Defendant-Appellee*
149. Blue Cross and Blue Shield of Texas, *Affiliate of Defendants-Appellees*
150. Blue Cross and Blue Shield of Vermont, *Defendant-Appellee*
151. Blue Cross and Blue Shield of Wyoming, *Defendant-Appellee*
152. Blue Cross Blue Shield Association, *Defendant-Appellee*
153. Blue Cross Blue Shield Healthcare Plan of Georgia, Inc., *Defendant-Appellee*
154. Blue Cross Blue Shield of Alabama, *Defendant-Appellee*
155. Blue Cross Blue Shield of Arizona, *Defendant-Appellee*
156. Blue Cross Blue Shield of Florida, *Defendant-Appellee*
157. Blue Cross Blue Shield of Massachusetts, *Defendant-Appellee*

158. Blue Cross Blue Shield of Michigan, *Defendant-Appellee*
159. Blue Cross Blue Shield of Michigan Mutual Insurance Company,
Defendant-Appellee
160. Blue Cross Blue Shield of Minnesota, *Defendant-Appellee*
161. Blue Cross Blue Shield of Mississippi, a Mutual Insurance Company,
Defendant-Appellee
162. Blue Cross Blue Shield of Montana, *Defendant-Appellee*
163. Blue Cross Blue Shield of Nebraska, *Defendant-Appellee*
164. Blue Cross Blue Shield of North Carolina, *Defendant-Appellee*
165. Blue Cross Blue Shield of North Dakota, *Defendant-Appellee*
166. Blue Cross Blue Shield of Northeastern Pennsylvania, *Defendant-Appellee*
167. Blue Cross Blue Shield of Rhode Island, *Defendant-Appellee*
168. Blue Cross Blue Shield of South Carolina, *Defendant-Appellee*
169. Blue Cross Blue Shield of Tennessee, *Defendant-Appellee*
170. Blue Cross Blue Shield of Vermont, *Defendant-Appellee*
171. Blue Cross Blue Shield of Wisconsin (Anthem Blue Cross Blue Shield
of Wisconsin), *Defendant-Appellee*
172. Blue Cross Blue Shield of Wyoming, *Defendant-Appellee*

173. Blue Cross Complete of Michigan, LLC, *Affiliate of Defendants-Appellees*
174. Blue Cross of California Partnership Plan, Inc., *Defendant-Appellee*
175. Blue Cross of Idaho Care Plus, Inc., *Affiliate of Defendants-Appellees*
176. Blue Cross of Idaho Health Service, Inc., *Defendant-Appellee*
177. Blue Cross of Northeastern Pennsylvania - Wilkes-Barre, *Defendant-Appellee*
178. BlueChoice HealthPlan of South Carolina, Inc., *Affiliate of Defendants-Appellees*
179. BlueCross and BlueShield of North Carolina Senior Health, *Affiliate of Defendants-Appellees*
180. BlueCross BlueShield Kansas Solutions, *Affiliate of Defendants-Appellees*
181. Blue Shield of California, *Defendant-Appellee*
182. Blue Shield of California Life & Health Insurance Company, *Subsidiary of Defendants-Appellees*
183. BMH, LLC, *Affiliate of Defendants-Appellees*
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195. Bradberry, Kevin, *Plaintiff-Appellee*
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- 217. Cahaba Medical Care, *Defendant-Appellee*
- 218. Cahaba Safeguard Administrators, LLC, *Affiliate of Defendants-Appellees*
- 219. Caliendo, Charles T., *Counsel for Plaintiffs-Appellees*

- 220. California Physicians' Service, *Defendant-Appellee*
- 221. California Physicians' Service, d/b/a Blue Shield of California, *Defendant-Appellee*
- 222. Callister, Joshua, *Counsel for Plaintiffs-Appellees*
- 223. Cambia Health Solutions, Inc., f/d/b/a Regence Blue Shield of Idaho, Regence Blue Cross Blue Shield of Oregon, Regence Blue Cross Blue Shield of Utah, Regence Blue Shield of Washington, *Defendant-Appellee*
- 224. Campbell Partners, LLC *Counsel for Defendants-Appellees*
- 225. Campbell, A. Todd, *Counsel for Defendants-Appellees*
- 226. Campbell, Andrew P., *Counsel for Defendants-Appellees*
- 227. Capital Administrative Services, Inc., *Affiliate of Defendants-Appellees*
- 228. Capital Advantage Assurance Company, *Affiliate of Defendants-Appellees*
- 229. Capital Advantage Insurance Company, *Affiliate of Defendants-Appellees*
- 230. Capital BlueCross, *Defendant-Appellee*
- 231. Capital Health Plan, Inc., *Affiliate of Defendants-Appellees*
- 232. CareFirst Blue Cross and Blue Shield of Maryland, *Defendant-Appellee*
- 233. CareFirst BlueChoice, Inc., *Defendant-Appellee*

- 234. CareFirst BlueCross BlueShield, d/b/a Group Hospitalization and Medical Services and CareFirst Blue Cross Blue Shield of Maryland, *Defendant-Appellee*
- 235. CareFirst Holdings, Inc., *Parent to Defendants-Appellees*
- 236. CareFirst of Maryland, Inc., *Defendant-Appellee*
- 237. CareFirst of Maryland, Inc. d/b/a CareFirst BlueCross BlueShield, *Defendant-Appellee*
- 238. CareFirst, Inc., *Defendant-Appellee*
- 239. CareMore Health Plan, *Subsidiary of Defendants-Appellees*
- 240. CareMore Health Plan of Arizona, Inc., *Subsidiary of Defendants-Appellees*
- 241. CareMore Health Plan of Nevada, *Subsidiary of Defendants-Appellees*
- 242. CareMore Health Plan of Texas, Inc., *Subsidiary of Defendants-Appellees*
- 243. CareMore Health System, *Subsidiary of Defendants-Appellees*
- 244. Caring for Montanans, Inc., f/k/a Blue Cross and Blue Shield of Montana, Inc., *Defendant-Appellee*
- 245. Caring for Montanans, Inc., *Defendant-Appellee*
- 246. Caring Foundation, *Affiliate of Defendants-Appellees*
- 247. Carlson Lynch, Ltd., *Counsel for Plaintiffs-Appellees*

- 248. Carlson Lynch Sweet Kilpela & Carpenter, LLP, *Counsel for Plaintiffs-Appellees*
- 249. Carr, James P., *Counsel for Plaintiffs-Appellees*
- 250. Casa Blanca, LLC, *Plaintiff-Appellee*
- 251. Casey, Justine, *Counsel for Insurer*
- 252. Catamount Insurance Services, Inc., *Affiliate of Defendants-Appellees*
- 253. Cavanaugh, Patrick K., *Counsel for Plaintiffs-Appellees*
- 254. CB Roofing LLC, *Plaintiff-Appellee*
- 255. CCHA, LLC, *Subsidiary of Defendants-Appellees*
- 256. Cerulean Companies, Inc., *Subsidiary of Defendants-Appellees*
- 257. Cerven, Keith O., *Plaintiff-Appellee*
- 258. Cerven, Teresa, M., *Plaintiff-Appellee*
- 259. CGS Administrators, LLC, *Affiliate of Defendants-Appellees*
- 260. Chadrow & Associates, *Counsel for Plaintiffs-Appellees*
- 261. Chapman, Lewis & Swan, PLLC, *Counsel for Plaintiffs-Appellees*
- 262. Chapman, Ralph E., *Counsel for Plaintiffs-Appellees*
- 263. Charles M. Thompson PC, *Counsel for Plaintiffs-Appellees*
- 264. Charnes, Adam H., *Counsel for Defendants-Appellees*
- 265. Chavez, Kathleen, *Counsel for Plaintiffs-Appellees*
- 266. Chesler, Evan, *Counsel for Defendants-Appellees*

- 267. Childress, Jennifer D., *Plaintiff-Appellee*
- 268. Chubb (CB) (including Federal Insurance and Executive Risk), *Insurer of Defendants-Appellees*
- 269. Cihlar, Nate, *Counsel for Plaintiffs-Appellees*
- 270. Claim Management Services, Inc., *Subsidiary of Defendants-Appellees*
- 271. Clark, Anna Mercado, *Counsel for Defendants-Appellees*
- 272. Clement, Paul D., *Counsel for Defendants-Appellees*
- 273. Clobes, Bryan, *Counsel for Plaintiffs-Appellees*
- 274. Cobalt Benefits Group, LLC, *Affiliate of Defendants-Appellees*
- 275. COBX Inc., *Affiliate of Defendants-Appellees*
- 276. Cochran, George W., *Counsel for Interested Party-Appellant*
- 277. Cochran, Jennifer, *Interested Party-Appellant (Pro Se)*
- 278. Coffey Burlington, *Counsel for Defendants-Appellees*
- 279. Coffin, Christopher, *Counsel for Plaintiffs-Appellees*
- 280. Cohen Milstein Sellers & Toll PLLC, *Counsel for Plaintiffs-Appellees*
- 281. Cohen, Lucile H., *Counsel for Defendants-Appellees*
- 282. Colatriano, Vincent J., *Counsel for Plaintiffs-Appellees*
- 283. Comet Capital LLC, *Plaintiff-Appellee*
- 284. Commencement Bay Risk Management Insurance Company, *Subsidiary of Defendants-Appellees*

- 285. Community Care Health Plan of Louisiana, Inc. d/b/a Healthy Blue,
Subsidiary of Defendants-Appellees
- 286. Community Care Health Plan of Nevada, Inc., *Subsidiary of*
Defendants-Appellees
- 287. Community Insurance Company, *Defendant-Appellee*
- 288. Community Insurance Company as Anthem Blue Cross Blue Shield of
Ohio, *Defendant-Appellee*
- 289. Companion Benefit Alternatives, Inc., *Affiliate of Defendants-*
Appellees
- 290. Companion Data Services, LLC, *Affiliate of Defendants-Appellees*
- 291. Companion Life Insurance Company, *Affiliate of Defendants-Appellees*
- 292. Companion Life Insurance Company of California, *Affiliate of*
Defendants-Appellees
- 293. Comparato, Paige, *Counsel for Defendants-Appellees*
- 294. Compcare Health Services Insurance Corporation, *Affiliate of*
Defendants-Appellees
- 295. Comprehensive Benefits Administrators, Inc., *Affiliate of Defendants-*
Appellees
- 296. Concepcion Martinez & Bellido, *Counsel for Defendants-Appellees*
- 297. Concepcion, Esq., Carlos F., *Counsel for Defendants-Appellees*)

- 298. Connally, III, N. Thomas, *Counsel for Defendants-Appellees*
- 299. Conner, Timothy J., *Counsel for Defendants-Appellees*
- 300. Connor, Glen M., *Counsel for Plaintiffs-Appellees*
- 301. Conrad Watson Air Conditioning, Inc., *Plaintiff-Appellee*
- 302. Consolidated Benefits, Inc., *Affiliate of Defendants-Appellees*
- 303. Consumer Financial Education Foundation of America, Inc., *Plaintiff-Appellee*
- 304. Conway, D.C., Jerry L., *Plaintiff-Appellee*
- 305. Coolidge, Melinda, *Counsel for Plaintiffs-Appellees*
- 306. Cooper & Kirk, PLLC, *Counsel for Plaintiffs-Appellees*
- 307. Cooper, Charles J., *Counsel for Plaintiffs-Appellees*
- 308. Cooper, Davis, *Counsel for Plaintiffs-Appellees*
- 309. Corporate Benefits Services, Inc., *Affiliate of Defendants-Appellees*
- 310. Cory Watson Crowder & DeGaris, P.C., *Counsel for Plaintiffs-Appellees*
- 311. Cory Watson, P.C., *Counsel for Plaintiffs-Appellees*
- 312. Costello, Honor R., *Counsel for Defendants-Appellees*
- 313. Cottrell, P.C., Christa C., *Counsel for Defendants-Appellees*
- 314. Coulson, David A., *Counsel for Defendants-Appellees*
- 315. Cowan, R. Christopher, *Counsel for Plaintiffs-Appellees*

- 316. Cowan Law Firm, *Counsel for Plaintiffs-Appellees*
- 317. Cozen O'Connor, *Counsel for Plaintiffs-Appellees*
- 318. Craker, Aaron, *Interested Party-Appellant (Pro Se)*
- 319. Cramer, Eric L., *Counsel for Plaintiffs-Appellees*
- 320. Cravath Swaine & Moore, *Counsel for Defendants-Appellees*
- 321. Crispin, R. Randal, *Counsel for Insurer*
- 322. Crossroads Acquisition Corp., *Subsidiary of Defendants-Appellees*
- 323. Crowe & Dunlevy, *Counsel for Defendants-Appellees*
- 324. Crowell & Moring LLP, *Counsel for Defendants-Appellees*
- 325. Cude, Donna Smith, *Counsel for Plaintiffs-Appellees*
- 326. Cunningham, Mark A., *Counsel for Defendants-Appellees*
- 327. Curtis, Frank, *Plaintiff-Appellee*
- 328. Cylkowski, Sarah L., *Counsel for Defendants-Appellees*
- 329. Dampier Law Group, P.C., *Counsel for Plaintiffs-Appellees*
- 330. Dampier, M. Stephen, *Counsel for Plaintiffs-Appellees*
- 331. Davidson, Jennifer Ray, *Plaintiff-Appellee*
- 332. Davis, Greg, *Counsel for Plaintiffs-Appellees*
- 333. Deal, Cooper, & Holton, LLP, *Counsel for Plaintiffs-Appellees*
- 334. DeCare Dental, LLC, *Subsidiary of Defendants-Appellees*

- 335. DeCare Dental Health International, LLC, *Subsidiary of Defendants-Appellees*
- 336. DeCare Dental Insurance Ireland, Ltd., *Subsidiary of Defendants-Appellees*
- 337. DeCare Dental Networks, LLC, *Subsidiary of Defendants-Appellees*
- 338. DeGaris, Annesley H., *Counsel for Plaintiffs-Appellees*
- 339. Del Sole Cavanaugh Stroyd, LLC, *Counsel for Plaintiffs-Appellees*
- 340. Del Sole, Steven J., *Counsel for Plaintiffs-Appellees*
- 341. Dellaccio, Douglas, *Counsel for Plaintiffs-Appellees*
- 342. DeMasi, Karin, *Counsel for Defendants-Appellees*
- 343. Dental Management Administrators, Inc., *Affiliate of Defendants-Appellees*
- 344. Designated Agent Company, Inc., *Subsidiary of Defendants-Appellees*
- 345. Dickinson Wright, PLLC, *Counsel for Defendants-Appellees*
- 346. Dickinson, Mackaman, Tyler & Hagen, P.C., *Counsel for Defendants-Appellees*
- 347. Diddle, Samuel A., *Counsel for Defendants-Appellees*
- 348. Doherty, Ronan, *Counsel for Interested Party-Appellant*
- 349. Dominick Feld Hyde PC, *Counsel for Plaintiffs-Appellants*

- 350. Dominion Dental Services of New Jersey, Inc., *Affiliate of Defendants-Appellees*
- 351. Dominion Dental Services USA, Inc., Dominion National, *Affiliate of Defendants-Appellees*
- 352. Dominion Dental Services, Inc., d/b/a Dominion National, *Affiliate of Defendants-Appellees*
- 353. Dominion Dental USA, Inc., *Affiliate of Defendants-Appellees*
- 354. Dominion National Insurance Company of New Jersey, *Affiliate of Defendants-Appellees*
- 355. Donaldson Guin LLC, *Counsel for Plaintiffs-Appellees*
- 356. Donnell, Sarah J., *Counsel for Defendants-Appellees*
- 357. Dorr, Jr., Luther M., *Counsel for Defendants-Appellees*
- 358. Draper, Hayward L., *Counsel for Defendants-Appellees*
- 359. Dryden, Benjamin R., *Counsel for Defendants-Appellees*
- 360. Dyer, Karen, *Counsel for Plaintiffs-Appellees*
- 361. EAP Alliance Incorporated, *Affiliate of Defendants-Appellees*
- 362. Eberle Berlin, Kading, Turnbow & McKlveen, Chartered, *Counsel for Defendants-Appellees*
- 363. EEPA, LLC, *Affiliate of Defendants-Appellees*
- 364. Eisler, Robert, *Counsel for Plaintiffs-Appellees*

- 365. Empire HealthChoice Assurance, Inc., *Defendant-Appellee*
- 366. Empire HealthChoice Assurance, Inc., f/k/a Empire Blue Cross Blue Shield, *Defendant-Appellee*
- 367. Empire HealthChoice HMO, Inc., *Subsidiary of Defendants-Appellees*
- 368. Employee Services, Inc., *Interested Party-Appellant*
- 369. Encore System Professionals, LLC, *Affiliate of Defendants-Appellees*
- 370. Endurance Specialty Insurance Ltd., *Insurer of Defendants-Appellees*
- 371. Enterprise Law Group, LLP, *Counsel for Plaintiffs-Appellees*
- 372. Entrust Administrative Services, Inc., *Affiliate of Defendants-Appellees*
- 373. Entrust Agencies, LLC, *Affiliate of Defendants-Appellees*
- 374. Entrust Group, Inc., *Affiliate of Defendants-Appellees*
- 375. Entrust, LLC, *Affiliate of Defendants-Appellees*
- 376. Excellus Blue Cross Blue Shield, *Defendant-Appellee*
- 377. Excellus BlueCross BlueShield of New York, *Defendant-Appellee*
- 378. Excellus Health Plan, Inc. d/b/a Excellus BlueCrossBlueShield, *Defendant-Appellee*
- 379. Excellus Healthcare, Inc., d/b/a Excellus BlueCross BlueShield, *Defendant-Appellee*
- 380. Faegre Baker Daniels LLP, *Counsel for Defendants-Appellees*
- 381. Feinberg, Kenneth (Mediator)

- 382. Feinstein, Richard A., *Counsel for Plaintiffs-Appellees*
- 383. Ficaro, James, *Counsel for Plaintiffs-Appellees*
- 384. First Administrators, Inc., *Defendant-Appellee*
- 385. Fleming, Michael J., *Counsel for Plaintiffs-Appellees*
- 386. Florida Combined Life, *Affiliate of Defendants-Appellees*
- 387. Florida Health Care Plan, Inc., *Affiliate of Defendants-Appellees*
- 388. Freedom Health, Inc., *Subsidiary of Defendants-Appellees*
- 389. Foley & Lardner LLP, *Counsel for Defendants-Appellees*
- 390. Foote, Mielke, Chavez & O'Neil LLC, *Counsel for Plaintiffs-Appellees*
- 391. Foote, Robert M., *Counsel for Plaintiffs-Appellees*
- 392. Forbes Law Group, LLC, *Counsel for Plaintiffs-Appellees*
- 393. Forbes, Frankie J., *Counsel for Plaintiffs-Appellees*
- 394. Forsythe, Debora, *Plaintiff-Appellee*
- 395. Forsythe, Tony, *Plaintiff-Appellee*
- 396. Fort McClellan Credit Union, *Plaintiff-Appellee*
- 397. Fowler, Jeffrey John, *Counsel for Defendants-Appellees*
- 398. Franz, Morgan B., *Counsel for Defendants-Appellees*
- 399. Free State Growers, Inc., *Plaintiffs-Appellees*
- 400. Freedman Boyd Hollander, *Counsel for Plaintiffs-Appellees*
- 401. Fronk, Casey R., *Counsel for Defendants-Appellees*

- 402. Fujichaku, Rex Y., *Counsel for Plaintiffs-Appellees*
- 403. G&S Trailer Repair Inc., *Plaintiff-Appellee*
- 404. Galactic Funk Touring, Inc., *Plaintiff-Appellee*
- 405. Gankendorff, Edgar D., *Counsel for Plaintiffs-Appellees*
- 406. Garner, Jeffrey S., *Plaintiff-Appellee*
- 407. Gaston CPA Firm, P.C., *Plaintiff-Appellee*
- 408. GC/AAA Fences, Inc., *Plaintiff-Appellee*
- 409. Gebremariam, Helam, *Counsel for Defendants-Appellees*
- 410. Geneia Holdings LLC, *Affiliate of Defendants-Appellees*
- 411. Geneia Insights and Innovations LLC, *Affiliate of Defendants-Appellees*
- 412. Geneia LLC, *Affiliate of Defendants-Appellees*
- 413. Geneia Management Solutions LLC, *Affiliate of Defendants-Appellees*
- 414. Gentle III, Edgar C., *Special Master*
- 415. Giarmarco, Mullins & Horton, P.C., *Counsel for Plaintiffs-Appellees*
- 416. Giglio, Jr., Joseph C., *Counsel for Defendants-Appellees*
- 417. Gilbert, Sarah, *Counsel for Defendants-Appellees*
- 418. Gillis, H. Lewis, *Counsel for Plaintiffs-Appellees*
- 419. Given, Robert S. W., *Counsel for Defendants-Appellees*
- 420. Global TPA, LLC, *Subsidiary of Defendants-Appellees*

- 421. Golden Security Insurance Co., *Affiliate of Defendants-Appellees*
- 422. Golden West Health Plan, Inc., *Subsidiary of Defendants-Appellees*
- 423. Goodin, Janeen, *Plaintiff-Appellee*
- 424. Goodman, Jason, *Plaintiff-Appellee*
- 425. Goodman, Tom A., *Plaintiff-Appellee*
- 426. Goodsir, David, *Counsel for Defendants-Appellees*
- 427. Gordon Ball Law Office, *Counsel for Plaintiffs-Appellees*
- 428. Gordon Jr., Ben W., *Counsel for Plaintiffs-Appellees*
- 429. Government Management Services, LLC, *Affiliate of Defendants-Appellees*
- 430. Grabar Law Office, *Counsel for Plaintiffs-Appellees*
- 431. Grant & Eisenhofer, *Counsel for Plaintiffs-Appellees*
- 432. Greg Davis Law, LLC, *Counsel for Plaintiffs-Appellees*
- 433. Greater Georgia Life Insurance Company, *Subsidiary of Defendants-Appellees*
- 434. Green, Cheri D., *Counsel for Defendants-Appellees*
- 435. Greenberg Traurig, PA, *Counsel for Defendants-Appellees*
- 436. Group Hospitalization and Medical Services, Inc., *Defendant-Appellee*
- 437. Group Hospitalization and Medical Services, Inc. d/b/a CareFirst BlueCross BlueShield, *Defendant-Appellee*

- 438. Group Insurance Services, Inc., *Affiliate of Defendants-Appellees*
- 439. GuideWell Mutual Holding Corporation, *Parent to Defendants-Appellees*
- 440. Guin, David J., *Counsel for Plaintiffs-Appellees*
- 441. Guin, Stokes & Evans, LLC, *Counsel for Plaintiffs-Appellees*
- 442. Gustafson Gluek PLLC, *Counsel for Plaintiffs-Appellees*
- 443. Gustafson, Daniel E., *Counsel for Plaintiffs-Appellees*
- 444. Haden, Ed R., *Counsel for Defendants-Appellees*
- 445. Hansen, Chad D., *Counsel for Defendants-Appellees*
- 446. Hare, Scott M., *Counsel for Plaintiffs-Appellees*
- 447. Harrell, J. Wells, *Counsel for Plaintiffs-Appellees*
- 448. Harvalis, Jim, *Affiliated with Counsel for Defendants-Appellees*
- 449. Harwood, Jr., Hon. R. Bernard, *Special Master*
- 450. Hauser, Brian C., *Counsel for Defendants-Appellees*
- 451. Hausfeld LLP, *Counsel for Plaintiffs-Appellees*
- 452. Hausfeld, Michael, *Counsel for Plaintiffs-Appellees*
- 453. Hawaii Medical Service Association d/b/a Blue Cross and Blue Shield of Hawaii, *Defendant-Appellee*
- 454. Hawran, Gregory R., *Counsel for Defendants-Appellees*
- 455. Hayes, Lisa N., *Counsel for Plaintiffs-Appellees*

- 456. Hazzard Law, LLC, Counsel for Plaintiffs-Appellees
- 457. Hazzard, Brent, *Counsel for Plaintiffs-Appellees*
- 458. HD Operations Holding Company, Inc.
- 459. Health and Wellness Partners, Inc., *Affiliate of Defendants-Appellees*
- 460. Healthbox Nashville LLC, *Affiliate of Defendants-Appellees*
- 461. Health Care Service Corporation, *Defendant-Appellee*
- 462. Health Care Service Corporation d/b/a Blue Cross Blue Shield of Illinois, Blue Cross Blue Shield of New Mexico, Blue Cross Blue Shield of Oklahoma, Blue Cross and Blue Shield of Montana, Blue Cross Blue Shield of Texas, *Defendant-Appellee*
- 463. Healthcare Business Solutions, LLC, *Affiliate of Defendants-Appellees*
- 464. HealthKeepers, Inc., *Subsidiary of Defendants-Appellees*
- 465. HealthLink HMO, Inc., *Subsidiary of Defendants-Appellees*
- 466. HealthLink, Inc., *Subsidiary of Defendants-Appellees*
- 467. Healthcare Management Administrators, Inc., *Subsidiary of Defendants-Appellees*
- 468. Health Management Corporation, *Subsidiary of Defendants-Appellees*
- 469. HealthNow New York Inc., *Defendant-Appellee*

- 470. HealthNow New York Inc., d/b/a Blue Cross Blue Shield of Western New York and Blue Shield of Northeastern New York, *Defendant-Appellee*
- 471. HealthNow Systems, Inc., *Defendant-Appellee*
- 472. Health Options, Inc., *Affiliate of Defendants-Appellees*
- 473. HealthPlus HP, LLC, *Subsidiary of Defendants-Appellees*
- 474. HealthSun Health Plans, Inc., *Subsidiary of Defendants-Appellees*
- 475. Healthy Alliance Life Insurance Company, *Defendant-Appellee*
- 476. Hedlund, Daniel C., *Counsel for Plaintiffs-Appellees*
- 477. Hellums, Chris T., *Counsel for Plaintiffs-Appellees*
- 478. Hendren & Malone PLLC, *Counsel for Plaintiffs-Appellees*
- 479. Herman, Matthew J., *Counsel for Plaintiffs-Appellees*
- 480. Hess, Hess & Daniel, P.C., *Plaintiff-Appellee*
- 481. Hibbett Retail, Inc., *Plaintiff-Appellee*
- 482. Hibbett Sporting Goods, Inc., *Plaintiff-Appellee*
- 483. Hibbett Inc. (Nasdaq: HIBB), *Parent of Plaintiff-Appellee*
- 484. Highmark Blue Cross and Blue Shield of Delaware, *Affiliate of Defendants-Appellees*
- 485. Highmark Blue Cross Blue Shield of Delaware, Inc., *Defendant-Appellee*

- 486. Highmark Blue Cross Blue Shield of West Virginia, *Defendant-Appellee*
- 487. Highmark Health, *Parent to Defendants-Appellees*
- 488. Highmark Health Services, d/b/a Highmark Blue Cross Blue Shield of Delaware, Highmark Blue Cross Blue Shield, and Highmark Blue Cross Blue Shield of West Virginia, *Defendant-Appellee*
- 489. Highmark Inc., *Defendant-Appellee*
- 490. Highmark West Virginia Inc., *Affiliate of Defendants-Appellees*
- 491. Highway to Health, Inc., *Affiliate of Defendants-Appellees*
- 492. Hill, Hill, Carter, Franco, Cole, & Black, PC, *Counsel for Defendants-Appellees*
- 493. Hill, Angie, *Plaintiff-Appellee*
- 494. Hill, Ross, *Plaintiff-Appellee*
- 495. HMO Colorado, *Subsidiary of Defendants-Appellees*
- 496. HMO Louisiana, Inc., *Affiliate of Defendants-Appellees*
- 497. HMO Missouri Inc., *Defendant-Appellee*
- 498. HMO Missouri, Inc. (Anthem Blue Cross and Blue Shield of Missouri), *Defendant-Appellee*
- 499. HMO Partners, Inc., *Affiliate of Defendants-Appellees*
- 500. HMSA BSH, Inc., *Affiliate of Defendants-Appellees*

- 501. HMSA Foundation, Inc., *Affiliate of Defendants-Appellees*
- 502. Hodge, David J., *Counsel for Plaintiffs-Appellees*
- 503. Hofmeister, Dan, *Counsel for Defendants-Appellees*
- 504. Hogan Lovells US LLP, *Counsel for Defendants-Appellees*
- 505. Hogan, E. Desmond, *Counsel for Defendants-Appellees*
- 506. Hogewood, Mark M., *Counsel for Defendants-Appellees*
- 507. Holland & Knight, *Counsel for Defendants-Appellees*
- 508. Holmes, Janet Brooks, *Counsel for Plaintiffs-Appellees*
- 509. Holmstead, Zachary D., *Counsel for Defendants-Appellees*
- 510. Holton, John R., *Counsel for Plaintiffs-Appellees*
- 511. Holton, Timothy R., *Counsel for Plaintiffs-Appellees*
- 512. Home Depot Group Benefits Plan
- 513. The Home Depot, Inc. (HD)
- 514. The Home Depot Medical and Dental Plan
- 515. The Home Depot U.S.A., Inc., *Interested Party-Appellant*
- 516. Homer Law Firm, PC, *Counsel for Plaintiffs-Appellees*
- 517. Hoover, Craig A., *Counsel for Defendants-Appellees*
- 518. Horizon Blue Cross and Blue Shield of New Jersey, *Defendant-Appellee*
- 519. Horizon Blue Cross Blue Shield of New Jersey, *Defendant-Appellee*

- 520. Horizon Casualty Services, Inc., *Affiliate of Defendants-Appellees*
- 521. Horizon Healthcare Dental, Inc., *Affiliate of Defendants-Appellees*
- 522. Horizon Healthcare of New Jersey, Inc. (which also operates under the name Horizon NJ Health), *Affiliate of Defendants-Appellees*
- 523. Horizon Healthcare Services, Inc. d/b/a Horizon Blue Cross and BlueShield of New Jersey, *Defendant-Appellee*
- 524. Horizon Healthcare Services, Inc. d/b/a Horizon Blue Cross Blue Shield of New Jersey, *Defendant-Appellee*
- 525. Horizon Insurance Company, *Affiliate of Defendants-Appellees*
- 526. Horner, Chelsea L., a.k.a. Chelsea Horner Templeton, *Plaintiff-Appellee*.
- 527. Horton, William H., *Counsel for Plaintiffs-Appellees*
- 528. Hospital Service Association of Northeastern Pennsylvania d/b/a Blue Cross of Northeastern Pennsylvania, *Defendant-Appellee*
- 529. Hospital Service Association of Northeastern Pennsylvania d/b/a Blue Cross of Northeastern Pennsylvania, *Defendant-Appellee*
- 530. Hume, Hamish P.M., *Counsel for Plaintiffs-Appellees*
- 531. IMA, Inc., *Affiliate of Defendants-Appellees*
- 532. Ichter, Davis, *Counsel for Plaintiffs-Appellees*
- 533. Independence Blue Cross, LLC, *Parent to Defendants-Appellees*

- 534. Independence Health Group Inc., *Parent to Defendants-Appellees*
- 535. Independence Hospital Indemnity Plan, Inc., f/k/a Independence Blue Cross, *Defendant-Appellee*
- 536. IngenioRx, Inc., *Subsidiary of Defendants-Appellees*
- 537. Instil Health Insurance Company, *Affiliate of Defendants-Appellees*
- 538. Insua, Nicholas, *Counsel for Defendants-Appellees*
- 539. Integrated Services, Inc., *Affiliate of Defendants-Appellees*
- 540. International Plan Solutions, LLC, *Affiliate of Defendants-Appellees*
- 541. Iron Gate Technology, Inc., *Plaintiff-Appellee*
- 542. Ironshore Inc., *Insurer of Defendants-Appellees*
- 543. Iron-Starr Excess Agency Ltd., *Insurer of Defendants-Appellees*
- 544. Isaacson, William A., *Counsel for Plaintiffs-Appellees*
- 545. Jackson, Anthony F., *Counsel for Plaintiff-Appellee*
- 546. James Hoyer, P.A., *Plaintiff-Appellee*
- 547. Jameson, Joel, *Plaintiffs-Appellees*
- 548. Jenks and Associates, *Counsel for Plaintiffs-Appellees*
- 549. Jenks III, James K., *Counsel for Plaintiffs-Appellees*
- 550. Jenner & Block LLP, *Counsel for Defendants-Appellees*
- 551. Jewelers Trade Shop, *Plaintiff-Appellee*
- 552. John D. Saxon, P.C., *Counsel for Plaintiffs-Appellees*

- 553. Johnson, John M., *Counsel for Defendants-Appellees*
- 554. Johnston, Clint, *Plaintiff-Appellee*
- 555. Jones & Swartz PLLC, *Counsel for Plaintiffs-Appellees*
- 556. Jones Ward PLC, *Counsel for Plaintiffs-Appellees*
- 557. Jones, Bruce C., *Counsel for Plaintiffs-Appellees*
- 558. Jones, Lawrence, *Counsel for Plaintiffs-Appellees*
- 559. Jones, Megan, *Counsel for Plaintiffs-Appellees*
- 560. Jose, Elizabeth, *Counsel for Defendants-Appellees*
- 561. Kalisky, Alyssa C., *Counsel for Defendants-Appellees*
- 562. Kapke & Willerth LLC, *Counsel for Plaintiffs-Appellees*
- 563. Kaplan, Andrew D., *Counsel for Defendants-Appellees*
- 564. Kappel, Brian P., *Counsel for Defendants-Appellees*
- 565. Kaufman, R. David, *Counsel for Defendants-Appellees*
- 566. Kaufman Borgeest & Ryan LLP, *Counsel for Insurer*
- 567. Kellner, William E., *Counsel for Defendants-Appellees*
- 568. Kelso, Trent, *Plaintiff-Appellee*
- 569. Kennedy, Lauren R., *Counsel for Defendants-Appellees*
- 570. Kenney, Jeannine M., *Counsel for Plaintiffs-Appellees*
- 571. Keystone Health Plan Central, Inc., *Affiliate of Defendants-Appellees*
- 572. Keystone Medical Imaging, LLC, *Affiliate of Defendants-Appellees*

- 573. Kilene, Jason S., *Counsel for Plaintiffs-Appellees*
- 574. Kilpatrick Townsend & Stockton LLP, *Counsel for Defendants-Appellees*
- 575. Kilpela, Jr., Edwin, J., *Counsel for Plaintiffs-Appellees*
- 576. Kimble, Cavender C., *Counsel for Defendants-Appellees*
- 577. Kirk, Michael, *Counsel for Plaintiffs-Appellees*
- 578. Kirkland & Ellis LLP, *Counsel for Defendants-Appellees*
- 579. Knapp, Scott R., *Counsel for Defendants-Appellees*
- 580. Knott, Jason M., *Counsel for Plaintiffs-Appellees*
- 581. Koch, H. James, *Counsel for Defendants-Appellees*
- 582. Kochanowski, Andrew J., *Counsel for Plaintiffs-Appellees*
- 583. Korn, David H., *Counsel for Defendants-Appellees*
- 584. Kravitz, Carl S., *Counsel for Plaintiffs-Appellees*
- 585. Krieger, Mark, *Plaintiff-Appellee*
- 586. Kudulis, Johnathan, *Counsel for Plaintiffs-Appellees*
- 587. Kudulis, Resisinger, & Price, *Counsel for Plaintiffs-Appellees*
- 588. Labauve, Elizabeth Barnett, *Counsel for Defendants-Appellees*
- 589. Lambert, Kenneth, *Counsel for Defendants-Appellees*
- 590. Langston & Lott, P.A., *Counsel for Plaintiffs-Appellees*
- 591. Law Office of Stephen M. Hansen, *Counsel for Plaintiffs-Appellees*

- 592. Laytin, P.C., Daniel E., *Counsel for Defendants-Appellees*
- 593. Lemmon Law Firm, *Counsel for Plaintiffs-Appellees*
- 594. Lemmon, Andrew, *Counsel for Plaintiffs-Appellees*
- 595. Levin Papantonio Thomas Mitchell Rafferty & Proctor, P.A., *Counsel for Plaintiffs-Appellees*
- 596. Lieberman, Michael W., *Counsel for Defendants-Appellees*
- 597. LifeMap Assurance Company, *Subsidiary of Defendants-Appellees*
- 598. Life Secure Insurance Company Holdings, *Affiliate of Defendants-Appellees*
- 599. Lifetime Healthcare, Inc., *Defendant-Appellee*
- 600. Lightfoot Franklin & White LL, *Counsel for Defendants-Appellees*
- 601. Liskow & Lewis, *Counsel for Plaintiffs-Appellees*
- 602. Lite Depalma Greenberg & Afanador, LLC, *Counsel for Plaintiffs-Appellees*
- 603. Little, Jonathan Charles - *Counsel for Plaintiffs-Appellees*
- 604. Lloyd's of London, *Insurer of Defendants-Appellees*
- 605. Lockard & Williams Insurance Services, Inc., *Affiliate of Defendants-Appellees*
- 606. Lockridge Grindal Nauen P.L.L.P, *Counsel for Plaintiffs-Appellees*
- 607. London ACE, *Insurer of Defendants-Appellees*

- 608. Lott, Casey Langston, *Counsel for Plaintiffs-Appellees*
- 609. Louisiana Health Service & Indemnity Company d/b/a Blue Cross and Blue Shield of Louisiana, *Defendant-Appellee*
- 610. Lovell & Nalley, *Counsel for Plaintiffs-Appellees*
- 611. Lowrey, IV, Frank M., *Counsel for Interested Party-Appellant*
- 612. Lydian, LLC, *Affiliate of Defendants-Appellees*
- 613. Lytle, Joann, *Counsel for Defendants-Appellees*
- 614. Macrae, Amy, *Plaintiff-Appellee*
- 615. Maier, Jeny M., *Counsel for Defendants-Appellees*
- 616. Malatesta, III, John Thomas A., *Counsel for Defendants-Appellees*
- 617. Malone, J. Michael, *Counsel for Plaintiffs-Appellees*
- 618. Mandel and Mandel, LLP, *Counsel for Plaintiffs-Appellees*
- 619. Mann, Jonathan S., *Counsel for Plaintiffs-Appellees*
- 620. Marino Law, PLLC, *Counsel for Plaintiffs-Appellees*
- 621. Mark W. Wasvery, PC, *Counsel for Defendants-Appellees*
- 622. Marshall III, Charles F., *Counsel for Defendants-Appellees*
- 623. Martin, John D., *Counsel for Defendants-Appellees*
- 624. Martin, Scott Allen, *Counsel for Plaintiffs-Appellees*
- 625. Martinez, Jr., Esq., Elio F., *Counsel for Defendants-Appellees*

- 626. Massachusetts Benefit Administrators, LLC, *Affiliate of Defendants-Appellees*
- 627. Mathias, John, *Counsel for Defendants-Appellees*
- 628. Matthew Thornton Health Plan, Inc., *Subsidiary of Defendants-Appellees*
- 629. Maynard Cooper & Gale PC, *Counsel for Defendants-Appellees*
- 630. McCafee & Taft, P.C., *Counsel for Interested Party-Appellant*
- 631. McCallum, Methvin & Terrell, PC, *Counsel for Plaintiffs-Appellees*
- 632. McCallum, Phillip W., *Counsel for Plaintiffs-Appellees*
- 633. McCarter & English, LLP, *Counsel for Defendants-Appellees*
- 634. McDevitt, Larry, *Counsel for Plaintiffs-Appellees*
- 635. McDonald, Yawanna N., *Counsel for Defendants-Appellees*
- 636. McDonough, James C., *Counsel for Plaintiffs-Appellees*
- 637. McDowell, M. Patrick, *Counsel for Defendants-Appellees*
- 638. McGartland & Borchardt LLP, *Counsel for Plaintiffs-Appellees*
- 639. McGartland, Michael, *Counsel for Plaintiffs-Appellees*
- 640. McGartland Law Firm, PLLC, *Counsel for Plaintiffs-Appellees*
- 641. McGill, Brian, *Plaintiff-Appellee*
- 642. McGill, Rochelle, *Plaintiff-Appellee*
- 643. McKane, Mark E., *Counsel for Defendants-Appellees*

- 644. McKay Cauthen Settana and Stublely, *Counsel for Plaintiffs-Appellees*
- 645. McKinney, Rebekah Keith (Counsel for Appellee)
- 646. McLean, Ronald H., *Counsel for Defendants-Appellees*
- 647. McLeod, Aaron G., *Counsel for Defendants-Appellees*
- 648. MCS Holdings, Inc., *Affiliate of Defendants-Appellees*
- 649. Means Gillis Law, LLC, *Counsel for Plaintiffs-Appellees*
- 650. Medical Helpline, LLC, *Affiliate of Defendants-Appellees*
- 651. Medrisk Actuarial Services, LLC, *Affiliate of Defendants-Appellees*
- 652. Meierhenry Sargent LLP, *Counsel for Plaintiffs-Appellees*
- 653. Menge, Mary G., *Counsel for Defendants-Appellees*
- 654. Meridian Resources Company, LLC, *Subsidiary of Defendants-Appellees*
- 655. Meriwether, Ellen, *Counsel for Plaintiffs-Appellees*
- 656. Methvin, Terrell, Yancy, Stephens & Miller, P.C., *Counsel for Plaintiffs-Appellees*
- 657. Methvin, Jr., Robert G., *Counsel for Plaintiffs-Appellees*
- 658. Meyers, D. Kent, *Counsel for Defendants-Appellees*
- 659. Midwest Benefit Consultants, Inc., *Defendant-Appellee*
- 660. Mills, Linda, *Plaintiff-Appellee*
- 661. Montis, Inc., *Plaintiff-Appellee*

- 662. Morris, King & Hodge, *Counsel for Plaintiffs-Appellees*
- 663. Morris, Scott A., *Plaintiff-Appellee*
- 664. Mosaic Group Services, LLC, *Affiliate of Defendants-Appellees*
- 665. Moylan, Daniel Patrick, *Counsel for Plaintiffs-Appellees*
- 666. Mullins, M. Richard (Counsel for Appellants)
- 667. Murphy & Murphy LLC, *Counsel for Plaintiffs-Appellees*
- 668. Murphy, Erin E., *Counsel for Defendants-Appellees*
- 669. Murphy, Michael L., *Counsel for Plaintiffs-Appellees*
- 670. My Care Alabama, Inc., *Affiliate of Defendants-Appellees*
- 671. Nalley, John Doyle, *Counsel for Plaintiffs-Appellees*
- 672. Naranjo, Michael A., *Counsel for Defendants-Appellees*
- 673. Nast, Dianne M., *Counsel for Plaintiffs-Appellees*
- 674. NastLaw LLC, *Counsel for Plaintiffs-Appellees*
- 675. NDBH Holding Company, LLC, *Affiliate of Defendants-Appellees*
- 676. Nelson Mullins Riley & Scarborough LLP, *Counsel for Defendants-Appellees*
- 677. Nelson, Christopher, *Counsel for Plaintiffs-Appellees*
- 678. Netting, Irma L., *Counsel for Plaintiffs-Appellees*
- 679. New Directions Behavioral Health, LLC, *Affiliate of Defendants-Appellees*

- 680. Niagara Life and Health Insurance Company, *Affiliate of Defendants-Appellees*
- 681. Nix, Jess R., *Counsel for Defendants-Appellees*
- 682. Nix, Richard D., *Counsel for Interested Party-Appellant*
- 683. NobleHealth, Inc., *Affiliate of Defendants-Appellees*
- 684. Nordin, Daniel J., *Counsel for Plaintiffs-Appellees*
- 685. Noridian Mutual Insurance Company, d/b/a Blue Cross Blue Shield of North Dakota, *Defendant-Appellee*
- 686. Norman, Brian K., *Counsel for Defendants-Appellees*
- 687. Nyemaster Goode PC, *Counsel for Defendants-Appellees*
- 688. O'Brien, Charles A., *Counsel for Defendants-Appellees*
- 689. O'Connell, Sean T., *Counsel for Plaintiffs-Appellees*
- 690. Ogletree Deakins Nash Smoak & Stewart PC, *Counsel for Defendants-Appellees*
- 691. O'Melveny & Myers LLP, *Counsel for Defendants-Appellees*
- 692. OneBeacon Insurance Group (including Atlantic Specialty Insurance Company and Homeland Insurance Company), *Insurer of Defendants-Appellees*
- 693. Onlife Health, Inc., *Affiliate of Defendants-Appellees*
- 694. Optimum Healthcare, Inc., *Subsidiary of Defendants-Appellees*

- 695. PGBA, LLC, *Affiliate of Defendants-Appellees*
- 696. Pacella, Mario Anthony, *Counsel for Plaintiffs-Appellees*
- 697. Page, Edwin Allen, *Counsel for Interested Party-Appellant*
- 698. Palmer, Tim A., *Counsel for Defendants-Appellees*
- 699. Palmetto GBA, LLC, *Affiliate of Defendants-Appellees*
- 700. Paul Weiss Rifkind Wharton – *Counsel for Plaintiffs-Appellees*
- 701. Payne, Joshua K., *Counsel for Defendants-Appellees*
- 702. Payton, Gwendolyn C., *Counsel for Defendants-Appellees*
- 703. PCS, LLC, *Affiliate of Defendants-Appellees*
- 704. Pearce, Bevill, Leesburg, Moore, P.C., *Plaintiff-Appellee*
- 705. Pendley, Baudin & Coffin LLP, *Counsel for Plaintiffs-Appellees*
- 706. Pendley, Patrick W., *Counsel for Plaintiffs-Appellees*
- 707. Penney, Brant, *Counsel for Plaintiffs-Appellees*
- 708. Pennington, Michael R., *Counsel for Interested Party-Appellant*
- 709. Perlman, Alan J., *Counsel for Defendants-Appellees*
- 710. Pete Moore Chevrolet, Inc., *Plaintiff-Appellee*
- 711. Peterson, Rebecca, *Counsel for Plaintiffs-Appellees*
- 712. Pettus Plumbing & Piping, Inc, *Plaintiff-Appellee*
- 713. Pham, Allison N., *Counsel for Defendants-Appellees*
- 714. Phillips Lytle LLP, *Counsel for Defendants-Appellees*

- 715. Physicians' Service, d/b/a Blue Shield of California, *Defendant-Appellee*
- 716. Piercy, Deborah, *Plaintiff-Appellee*
- 717. Pioneer Farm Equipment, Inc., *Plaintiff-Appellee*
- 718. Pittman Dutton Hellums, Bradley and Mann, P.C., *Counsel for Plaintiffs-Appellees*
- 719. Planned Administrators, Inc., *Affiliate of Defendants-Appellees*
- 720. Pollack-Avery, Elizabeth, *Counsel for Plaintiffs-Appellees*
- 721. Preferred Care Services, Inc., *Affiliate of Defendants-Appellees*
- 722. Premara Blue Cross of Washington, *Defendant-Appellee*
- 723. Premara, d/b/a Premara Blue Cross Blue Shield of Alaska, *Defendant-Appellee*
- 724. Premera Blue Cross, d/b/a Premera Blue Cross Blue Shield of Alaska, *Defendant-Appellee*
- 725. Priester, James L., *Counsel for Defendants-Appellees*
- 726. Prime Therapeutics, LLC, *Affiliate of Defendants-Appellees*
- 727. Proctor, Hon. R. David (N.D. Ala.)
- 728. Provosty & Gankendorff, LLC, *Counsel for Plaintiffs-Appellees*
- 729. Putnam, Hon. T. Michael (N.D. Ala.)
- 730. Quinlan, Patrick J., *Counsel for Plaintiffs-Appellees*

- 731. Quinn, Connor, Weaver, Davies & Ruoco LLP, *Counsel for Plaintiffs-Appellees*
- 732. Ragsdale, Barry A., *Plaintiffs' Liaison Counsel*
- 733. Redgrave, Jonathan M., *Counsel for Defendants-Appellees*
- 734. Redgrave, LLP, *Counsel for Defendants-Appellees*
- 735. Redgrave, Victoria A., *Counsel for Defendants-Appellees*
- 736. Reed Smith LLP, *Counsel for Defendants-Appellees*
- 737. Reeves, Harold S., *Counsel for Plaintiffs-Appellees*
- 738. Regence BlueCross BlueShield of Oregon, *Defendant-Appellee*
- 739. Regence BlueCross BlueShield of Utah, *Defendant-Appellee*
- 740. Regence BlueShield, *Defendant-Appellee*
- 741. Regence BlueShield of Idaho, Inc., *Defendant-Appellee*
- 742. Regence Insurance Holding Corporation, *Subsidiary of Defendants-Appellees*
- 743. Reichard & Escalera, LLC, *Counsel for Defendants-Appellees*
- 744. Reinhardt, Wendorf & Blanchfield, *Counsel for Plaintiffs-Appellees*
- 745. Reis, John, *Counsel for Defendants-Appellees*
- 746. Reuben, Mindee, *Counsel for Plaintiffs-Appellees*
- 747. Resolution Health, Inc., *Subsidiary of Defendants-Appellees*
- 748. Rheame, Jr., Thomas J., *Counsel for Defendants-Appellees*

- 749. Rhodes IV, C. Harker, *Counsel for Defendants-Appellees*
- 750. Richie, John Thomas, *Counsel for Interested Party-Appellant*
- 751. Rico, Gustavo A. Pabón, *Counsel for Defendants-Appellees*
- 752. Riebel, Karen Hanson, *Counsel for Plaintiffs-Appellees*
- 753. RightChoice Managed Care, Inc., *Defendant-Appellee*
- 754. Riley & Jackson, PC, *Counsel for Defendants-Appellees*
- 755. Riley, Jr., Robert R., *Counsel for Defendants-Appellees*
- 756. Riverbend Govt. Benefits Administrator, Inc., *Affiliate of Defendants-Appellees*
- 757. RiverTrust Solutions, Inc., *Affiliate of Defendants-Appellees*
- 758. RLI/RSUI, *Insurer of Defendants-Appellees*
- 759. Roach, Benjamin Patrick, *Counsel for Defendants-Appellees*
- 760. Robertson, John Robert, *Counsel for Defendants-Appellees*
- 761. Robinovitch, Hart L., *Counsel for Plaintiffs-Appellees*
- 762. Robinson, Kenneth J., *Counsel for Plaintiffs-Appellees*
- 763. Rockforte, Nicholas R., *Counsel for Plaintiffs-Appellees*
- 764. Rocky Mountain Hospital & Medical Service Inc., d/b/a Anthem Blue Cross Blue Shield of Colorado, *Defendant-Appellee*
- 765. Rocky Mountain Hospital & Medical Service Inc., d/b/a Anthem Blue Cross Blue Shield of Nevada, *Defendant-Appellee*

- 766. Rodanast, P.C., *Counsel for Plaintiffs-Appellees*
- 767. Rodríguez, Rafael Escalera, *Counsel for Defendants-Appellees*
- 768. Rolison Trucking Co., LLC, *Plaintiff-Appellee*
- 769. Roman, Tracy A., *Counsel for Defendants-Appellees*
- 770. Ross, April N., *Counsel for Defendants-Appellees*
- 771. Rouco, Richard, *Counsel for Plaintiffs-Appellees*
- 772. Rowe, Stephen A., *Counsel for Defendants-Appellees*
- 773. Rutenberg, Alan D., *Counsel for Defendants-Appellees*
- 774. Ruzic, Emily Myers, *Counsel for Interested Party-Appellant*
- 775. Rx Concepts, Ltd. Co., *Affiliate of Defendants-Appellees*
- 776. Saccoccio & Lopez, *Plaintiff-Appellee*
- 777. Sadler Electric, *Plaintiff-Appellee*
- 778. Saeed & Little, LLP, *Counsel for Plaintiffs-Appellees*
- 779. Salomon, Anne, *Counsel for Defendants-Appellees*
- 780. Sansbury, Michael T., *Counsel for Defendants-Appellees*
- 781. Sargent, Clint, *Counsel for Plaintiffs-Appellees*
- 782. Saxon, John, *Counsel for Plaintiffs-Appellees*
- 783. Scheller, Kathryn, *Plaintiff-Appellee*
- 784. Schmidt, Jr., John G., *Counsel for Defendants-Appellees*
- 785. Schneider, Sydney L., *Counsel for Defendants-Appellees*

- 786. Schwiep, Paul J., *Counsel for Defendants-Appellees*
- 787. Scott & Cain, *Counsel for Plaintiffs-Appellees*
- 788. Scott Jr., Thomas S., *Counsel for Plaintiffs-Appellees*
- 789. Scott, Lee McArthur, *Counsel for Plaintiffs-Appellees*
- 790. SecurityCare of Tennessee, Inc., *Affiliate of Defendants-Appellees*
- 791. Self Insured Plans, LLC, *Affiliate of Defendants-Appellees*
- 792. Serkland Law Firm, *Counsel for Defendants-Appellees*
- 793. Shaheen & Gordon, P.A., *Counsel for Plaintiffs-Appellees*
- 794. Shamoun & Norman, LLP, *Counsel for Defendants-Appellees*
- 795. Shared Health, Inc., *Affiliate of Defendants-Appellees*
- 796. Sharo Law, LLP, *Counsel for Plaintiffs-Appellees*
- 797. Sharp Law, LLP
- 798. Sharp, Marla S., *Plaintiff-Appellee*
- 799. Shaw, Adam R., *Counsel for Plaintiffs-Appellees*
- 800. Shearman & Sterling LLP, *Counsel for Defendants-Appellees*
- 801. Sheppard, Mullin, Richter & Hampton LLP, *Counsel for Insurer*
- 802. Sheridan, Judy, *Plaintiff-Appellee*
- 803. Simply Healthcare Plans, Inc., *Subsidiary of Defendants-Appellees*
- 804. Sirocco, Inc., *Plaintiff-Appellee*
- 805. Slate, Pamela B., *Counsel for Defendants-Appellees*

- 806. Small, Daniel, *Counsel for Plaintiffs-Appellees*
- 807. Smith, Scott Burnett, *Counsel for Interested Party-Appellant*
- 808. Smith, Cyril V., *Counsel for Plaintiffs-Appellees*
- 809. Snyder, Eric B., *Counsel for Plaintiffs-Appellees*
- 810. Socios Mayores en Salud Holdings, Inc., d/b/a Triple-S Advantage,
Affiliate of Defendants-Appellees
- 811. Sommers Schwartz PC, *Counsel for Plaintiffs-Appellees*
- 812. Sooy, Kathleen Taylor, *Counsel for Defendants-Appellees*
- 813. Sompo International, *Insurer of Defendants-Appellees*
- 814. Southeast Services, Inc., *Subsidiary of Defendants-Appellees*
- 815. Southern Diversified Business Services, Inc., *Affiliate of Defendants-Appellees*
- 816. Southern Health Plan, Inc., *Affiliate of Defendants-Appellees*
- 817. Spenser, Mark D., *Counsel for Interested Party-Appellant*
- 818. Spotswood Sansom & Sansbury LLC, *Counsel for Defendants-Appellees*
- 819. Spotswood, Robert K., *Counsel for Defendants-Appellees*
- 820. Stark, Michael E., *Plaintiff-Appellee*
- 821. Stecker, Brett, *Counsel for Plaintiffs-Appellees*
- 822. Stenerson, Todd, *Counsel for Defendants-Appellees*

- 823. Stetson, Catherine E., *Counsel for Defendants-Appellees*
- 824. Stokes, Tammy, *Counsel for Plaintiffs-Appellees*
- 825. Stone & Magnanini LLP, *Counsel for Plaintiffs-Appellees*
- 826. Stone Law Firm, LLC, *Counsel for Plaintiffs-Appellees*
- 827. Stone, Andrew M., *Counsel for Plaintiffs-Appellees*
- 828. Stone, David, *Counsel for Plaintiffs-Appellees*
- 829. Stoops, Kevin J., *Counsel for Plaintiffs-Appellees*
- 830. Strauss & Boies LLP, *Counsel for Plaintiffs-Appellees*
- 831. Strom Law Firm, *Counsel for Plaintiffs-Appellees*
- 832. Strutt, Jennifer, *Counsel for Defendants-Appellees*
- 833. Sudekum, Michael J., *Counsel for Plaintiffs-Appellees*
- 834. Swank, Ami, *Counsel for Plaintiffs-Appellees*
- 835. Swartz, Eric B., *Counsel for Plaintiffs-Appellees*
- 836. Sweeris, Charles L., *Counsel for Defendants-Appellees*
- 837. The Sweet Law Firm, PC *Counsel for Plaintiffs-Appellees*
- 838. Sweet, Benjamin, *Counsel for Plaintiffs-Appellees*
- 839. Taylor, Jr., Daniel R., *Counsel for Defendants-Appellees*
- 840. Templeton, Quentin, *Counsel for Plaintiffs-Appellees*
- 841. Tennessee Health Foundation, Inc., *Affiliate of Defendants-Appellees*
- 842. Terrell, James M., *Counsel for Plaintiffs-Appellees*

- 843. Tessellate Holdings, LLC, *Affiliate of Defendants-Appellees*
- 844. Tessier, Kevin, *Counsel for Defendants-Appellees*
- 845. The Caring Foundation, *Affiliate of Defendants-Appellees*
- 846. The Cowan Law Firm, *Counsel for Plaintiffs-Appellees*
- 847. The Dampier Law Firm PC, *Counsel for Plaintiffs-Appellees*
- 848. The Van Winkle Law Firm, *Counsel for Plaintiffs-Appellees*
- 849. The Weiser Law Firm, P.C., *Counsel for Plaintiffs-Appellees*
- 850. Thomas Cooper & Co., Inc., *Affiliate of Defendants-Appellees*
- 851. Thomas, Nancy, *Plaintiff-Appellee*
- 852. Thompson, Charles M., *Counsel for Plaintiffs-Appellees*
- 853. Thompson, Jason, *Counsel for Plaintiffs-Appellees*
- 854. Thompson, John G., *Plaintiff-Appellee*
- 855. Tomazzoli, Lisa, *Plaintiff-Appellee*
- 856. Topographic, Inc., *Interested Party-Appellant*
- 857. Total Dental Administrators Health Plan, Inc., *Affiliate of Defendants-Appellees*
- 858. Total Dental Administrators of Utah, Inc., *Affiliate of Defendants-Appellees*
- 859. Total Dental Administrators, Inc., *Affiliate of Defendants-Appellees*
- 860. TrailBlazer Health Enterprises, LLC, *Affiliate of Defendants-Appellees*

- 861. The Travelers Companies, Inc. (TRV), *Insurer of Defendants-Appellees*
- 862. Tri-West, *Affiliate of Defendants-Appellees*
- 863. Tricenturion, Inc., *Affiliate of Defendants-Appellees*
- 864. Trinnovate Ventures, Inc., *Affiliate of Defendants-Appellees*
- 865. Triple-S Blue, Inc., d/b/a BlueCross BlueShield Costa Rica, *Affiliate of Defendants-Appellees*
- 866. Triple-S Management Corporation, *Parent to Defendants-Appellees*
- 867. Triple-S Propiedad, Inc., *Affiliate of Defendants-Appellees*
- 868. Triple-S Salud, *Defendant-Appellee*
- 869. Triple-S Salud, Inc., *Defendant-Appellee*
- 870. Triple-S Vida, Inc., *Affiliate of Defendants-Appellees*
- 871. Turner, Ashley, *Counsel for Defendants-Appellees*
- 872. Tyner, Star Mishkel, *Counsel for Plaintiffs-Appellees*
- 873. UNICARE Health Plan of West Virginia, Inc., *Subsidiary of Defendants-Appellees*
- 874. UniCare Life & Health Insurance Company, *Subsidiary of Defendants-Appellees*
- 875. UNICARE National Services, Inc., *Subsidiary of Defendants-Appellees*
- 876. UniCare Specialty Services, Inc., *Subsidiary of Defendants-Appellees*

- 877. Umatilla Properties, LLC (Parent Corp of Recovery Village at Umatilla, LLC), *Plaintiff-Appellee*
- 878. USABLE Mutual Insurance Company, d/b/a Arkansas Blue Cross and Blue Shield, *Defendant-Appellee*
- 879. UTIC Insurance Company, *Affiliate of Defendants-Appellees*
- 880. Utsey, Jeff, *Counsel for Plaintiffs-Appellees*
- 881. Utsey Law Firm, *Counsel for Plaintiff-Appellee*
- 882. Van Winkle Law Firm, *Counsel for Plaintiffs-Appellees*
- 883. Van Zant, Jennifer K., *Counsel for Defendants-Appellees*
- 884. Vardas, Angel (Foster), *Plaintiff-Appellee*
- 885. Varney, Christine, *Counsel for Defendants-Appellees*
- 886. Vaughan Pools, Inc., *Plaintiff-Appellee*
- 887. Vermont Health Plan LLC, *Affiliate of Defendants-Appellees*
- 888. VHP Insurance Solutions, LLC, *Affiliate of Defendants-Appellees*
- 889. Vibra Health Plan Holdings, LLC, *Affiliate of Defendants-Appellees*
- 890. Vibra Health Plan, Inc., *Affiliate of Defendants-Appellees*
- 891. Visiant Holdings Inc., *Affiliate of Defendants-Appellees*
- 892. Voegele, Jonathan R., *Counsel for Plaintiffs-Appellees*
- 893. Volunteer State Health Plan, Inc., *Affiliate of Defendants-Appellees*

- 894. Wallace, Jordan, Ratliff & Brandt, LLC, *Counsel for Defendants-Appellees*
- 895. Walsh, Stephen A., *Counsel for Defendants-Appellees*
- 896. Wasvary, Mark K., *Counsel for Plaintiffs-Appellees*
- 897. Watkins, Charles R, *Counsel for Plaintiffs-Appellees*
- 898. Watson, McKinney, LLP, *Counsel for Plaintiffs-Appellees*
- 899. Watts, Brett, *Plaintiff-Appellee*
- 900. Weinberg, Wheeler, Hudgins, Gunn & Dial, LLC, *Counsel for Defendants-Appellees*
- 901. Weiser, Robert, *Counsel for Plaintiffs-Appellees*
- 902. Weiser Law Firm, P.C., *Counsel for Plaintiffs-Appellees*
- 903. Wellmark Blue Cross and Blue Shield of Iowa, *Defendant-Appellee*
- 904. Wellmark Blue Cross and Blue Shield of South Dakota, *Defendant-Appellee*
- 905. Wellmark Health Plan of Iowa, Inc., *Defendant-Appellee*
- 906. Wellmark Holdings, Inc., *Defendant-Appellee*
- 907. Wellmark Inc. d/b/a Wellmark Blue Cross and Blue Shield of Iowa and Wellmark Health Plan of Iowa, Inc., *Defendant-Appellee*
- 908. Wellmark of South Dakota, Inc. d/b/a Wellmark Blue Cross and Blue Shield of South Dakota, *Defendant-Appellee*

- 909. Wellmark Synergy Health, Inc., *Affiliate of Defendants-Appellees*
- 910. Wellmark Value Health Plan, Inc., *Affiliate of Defendants-Appellees*
- 911. Wellmark, Inc. d/b/a Blue Cross and Blue Shield of Iowa, *Defendant-Appellee*
- 912. Wellmark, Inc. d/b/a Blue Cross and Blue Shield of Iowa and Wellmark Blue Cross Blue Shield of South Dakota, *Defendant-Appellee*
- 913. WellPoint California Services, Inc., *Subsidiary of Defendants-Appellees*
- 914. WellPoint Dental Services, Inc., *Subsidiary of Defendants-Appellees*
- 915. WellPoint Holding Corp., *Subsidiary of Defendants-Appellees*
- 916. WellPoint, Inc., *Defendant-Appellee*
- 917. WellPoint Information Technology Services, Inc., *Subsidiary of Defendants-Appellees*
- 918. West, Kimberly R., *Counsel for Defendants-Appellees*
- 919. Whitfield Bryson & Mason, LLP, *Counsel for Plaintiffs-Appellees*
- 920. Wilkerson, David M., *Counsel for Plaintiffs-Appellees*
- 921. Williams, Jennifer, *Counsel for Plaintiffs-Appellees*
- 922. Williams, Jr., James T., *Counsel for Defendants-Appellees*
- 923. Wisconsin Collaborative Insurance Company, *Subsidiary of Defendants-Appellees*

- 924. Witt, P.C., Helen E., *Counsel for Defendants-Appellees*
- 925. Wolfla, Paul A., *Counsel for Defendants-Appellees*
- 926. Woodward Straits Insurance Company, *Affiliate of Defendants-Appellees*
- 927. Wright, Greg, *Counsel for Plaintiffs-Appellees*
- 928. Wylie, John R., *Counsel for Plaintiffs-Appellees*
- 929. XL Group Ltd., *Insurer of Defendants-Appellees*
- 930. XL Catlin, *Insurer of Defendants-Appellees*
- 931. Yancey, Perry Michael, *Counsel for Plaintiffs-Appellees*
- 932. Yinger, Emily M., *Counsel for Defendants-Appellees*
- 933. Young, Lance C., *Counsel for Plaintiffs-Appellees*
- 934. Yuhl Carr, LLP *Counsel for Plaintiffs-Appellees*
- 935. Zeiger, P.C., Jeffrey J., *Counsel for Defendants-Appellees*
- 936. Zimmerman Reed, PLLP, *Counsel for Plaintiffs-Appellees*
- 937. Zimmerman, Genevieve M., *Counsel for Plaintiffs-Appellees*
- 938. Zolner, Erica B., *Counsel for Defendants-Appellees*
- 939. Zott, P.C., David J., *Counsel for Defendants-Appellees*
- 940. Zuckerman Spaeder LLP, *Counsel for Plaintiffs-Appellees*
- 941. Zuger, Peter W., *Counsel for Defendants-Appellees*
- 942. Zurich Insurance Group Ltd., *Insurer of Defendants-Appellees*

Corporate Disclosure. Pursuant to Fed. R. App. P. 26.1 and 11th Cir. R. 26.1-1, 26.102, and 26.1-3, Plaintiffs-Appellees submit this Corporate Disclosure Statement and state as follows:

1. Plaintiff-Appellee A. Duie Pyle, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
2. Plaintiff-Appellee American Electric Motor Service, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
3. Plaintiff-Appellee Avantgarde Aviation, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
4. Plaintiff-Appellee Barr, Sternberg, Moss, Lawrence, Silver & Munson, P.C. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
5. Plaintiff-Appellee Bartlett, Inc. dba Energy Savers has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
6. Plaintiff-Appellee CB Roofing LLC has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
7. Plaintiff-Appellee Casa Blanca, LLC, has no parent corporation and no publicly held corporation owns ten percent or more of its stock

8. Plaintiff-Appellee Comet Capital has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
9. Plaintiff-Appellee Conrad Watson Air Conditioning Corporation has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
10. Plaintiff-Appellee Consumer Financial Education Foundation of America, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
11. Plaintiff-Appellee Fort McClellan Credit Union has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
12. Plaintiff-Appellee Free State Growers, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
13. Plaintiff-Appellee GC/AAA Fences, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
14. Plaintiff-Appellee G&S Trailer Repair Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
15. Plaintiff-Appellee Galactic Funk Touring, Inc., has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
16. Plaintiff-Appellee Gaston CPA Firm, P.C. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.

17. Plaintiff-Appellee Hibbett Retail, Inc., f/k/a Hibbett Sporting Goods, Inc., is a subsidiary of Hibbett, Inc. (Nasdaq: HIBB). Blackrock, Inc. (NYSE: BLK), owns ten percent or more of the stock of Hibbett, Inc.
18. Plaintiff-Appellee Hess, Hess & Daniel, P.C. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
19. Plaintiff-Appellee Iron Gate Technology, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
20. Plaintiff-Appellee Jewelers Trade Shop has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
21. Plaintiff-Appellee Montis, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
22. Plaintiff-Appellee Pearce, Bevill, Leesburg, Moore, P.C. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
23. Plaintiff-Appellee Pete Moore Chevrolet, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
24. Plaintiff-Appellee Pettus Plumbing & Piping, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.
25. Plaintiff-Appellee Pioneer Farm Equipment, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.

26.Plaintiff-Appellee Rolison Trucking Co., LLC, has no parent corporation and no publicly held corporation owns ten percent or more of its stock.

27.Plaintiff-Appellee Sadler Electric has no parent corporation and no publicly held corporation owns ten percent or more of its stock.

28.Plaintiff-Appellee Sirocco, Inc., has no parent corporation and no publicly held corporation owns ten percent or more of its stock.

29.Plaintiff-Appellee Vaughan Pools, Inc. has no parent corporation and no publicly held corporation owns ten percent or more of its stock.

Dated: April 13, 2023

Respectfully submitted,

/s/ Charles J. Cooper
Charles J. Cooper

Counsel for Plaintiffs-Appellees

**PLAINTIFFS-APPELLEES’ MOTION TO STRIKE NEW ARGUMENTS
IN APPELLANT HOME DEPOT’S REPLY BRIEF**

Plaintiffs-Appellees (the “Subscriber Plaintiffs”) respectfully move, pursuant to Federal Rule of Appellate Procedure (“FRAP”) 27, the Court to strike those sections of Appellant The Home Depot’s Reply Brief, Doc. 172 (Mar. 24, 2023) (“HD Reply”), that improperly raise distinct new adequacy of representation arguments that were not made in Home Depot’s opening appellate brief. In support of this motion, Subscriber Plaintiffs state as follows:

In its opening brief, Home Depot raised a single, categorical adequacy of representation argument: that the District Court erred in approving the Settlement when the same named plaintiffs and counsel represented both the Rule 23(b)(2) indivisible injunctive relief class (the “(b)(2) class”) and the Rule 23(b)(3) damages and divisible injunctive relief class (the “(b)(3) class”). According to Home Depot, there is an *inherent* conflict between these two classes that rendered the unitary representation of those classes inadequate under Rule 23(a)(4). The Home Depot Appellants’ Brief, Doc. 120, at 54–60 (Dec. 12, 2022) (“HD Brief”).

Home Depot’s opening brief focused exclusively on this supposed inherent *inter-class* conflict between the (b)(2) and (b)(3) classes. In its Statement of Issues, Home Depot framed the question as simply “[w]hether the district court erred in approving a settlement where all representatives of the Rule 23(b)(2) class also

represented the 23(b)(3) class and thus had a structural incentive to trade a broad future injunctive release to obtain greater monetary representation.” HD Brief at 1.

The Argument section of Home Depot’s brief likewise was limited to Home Depot’s contention that the (b)(2) class’s representation constituted a *per se* violation of Rule 23’s adequacy of representation requirement because “the same named plaintiffs and counsel represented both the Rule 23(b)(2) and (b)(3) classes.” HD Brief at 54. Indeed, the heading to this section of Home Depot’s brief asserted that “Home Depot and other 23(b)(2) class members were inadequately represented because the same plaintiffs and counsel represented both the 23(b)(2) and 23(b)(3) classes.” *Id.* at 59. And Home Depot emphasized repeatedly in its brief that its adequacy of representation argument turned on its contention that there is an inherent inter-class conflict between the (b)(2) and (b)(3) classes that precludes unitary representation of those classes. Relying heavily on the Second Circuit’s decision in *In re Payment Card Interchange Fee & Merch. Discount Antitrust Litig.*, 827 F.3d 223 (2d Cir. 2016)—a decision that, according to Home Depot, turned on that Court’s categorical disapproval of unitary representation of (b)(2) and (b)(3) classes, HD Brief at 55–57—Home Depot argued that unitary representation of the (b)(2) and (b)(3) classes here was presumptively inadequate and required reversal:

[T]here was no subscriber or counsel representing Home Depot or the (b)(2) indivisible injunctive relief class who was not also financially interested in the 23(b)(3) class. As in *Payment Card*, that presents an unacceptable risk of trading off the interests of (b)(2) class members and the public in market-wide injunctive relief in exchange for dollars.

HD Brief at 59–60 (emphasis in original).¹ Nowhere in its opening brief did Home Depot suggest that there was an *actual* conflict in the interests of the (b)(2) and (b)(3) classes in this case; nor did it offer any facts that even hinted at such a conflict.

In our response brief, Subscriber Plaintiffs rebutted Home Depot’s categorical adequacy of representation argument on its own terms:

[Home Depot] does not offer even a speculative and uncertain basis for concern that the interests of the (b)(2) class members collide with those of Subscriber Class’s representatives and counsel. It seeks rather the prophylactic disqualification of the Subscriber Class representatives and counsel to protect against the supposedly ‘intolerable’ and ‘unacceptable’ risk of conflicts that, it says, are inherent in the [(b)(2) and (b)(3) classes], despite the District Court’s undisputed findings that all class members, including named representatives, assert the same claims, seeking the same types of relief, from the same types of injuries, caused by the same anticompetitive conduct.

Plaintiffs-Appellees’ Resp. Brief, Doc. 147, at 71–72 (Feb. 10, 2023) (“Resp.”); *see id.* at 66 (Home Depot “offers no facts, or even a theory, as to just what those conflicts [between the (b)(2) and (b)(3) classes] might be.”). We demonstrated, among other things, (1) that Home Depot’s argument that unitary representation of (b)(2) and (b)(3) classes is *per se* inadequate finds no support in applicable law; (2) that given the circumstances of this Settlement, which involved (b)(2) and (b)(3) classes with overwhelming overlap in membership and interests,² there was no clear,

¹ *See also id.* at 60 (“This Settlement structure poses the same inherent and intolerable prospect of sacrificing the interests of (b)(2) class members and the public in systemic injunctive relief” as the settlement in *Payment Card*).

² *See, e.g., id.* at 66 (noting that, as defined, the “membership of the (b)(2) and

concrete, and substantial conflict between those classes, let alone the type of “fundamental” conflict required under this Court’s Rule 23 jurisprudence to mandate separate representation; and (3) that the *Payment Card* decision involved actual conflicts in the interests of the (b)(2) and (b)(3) classes that “were glaring as to matters of fundamental importance.” *Payment Card*, 827 F.3d at 233.³ See Resp. at 65–75.

Faced with this response, Home Depot abruptly switched gears in its reply brief and offered a new and materially different adequacy of representation argument. Its argument no longer focuses on the supposed (and, as Subscriber Plaintiffs have demonstrated, invented) *inherent* conflict in interests *between* members of the (b)(2) and (b)(3) classes, but instead on alleged (again, invented) *actual* conflicts *within* the membership of the (b)(2) class.⁴ Thus, Home Depot now stresses

(b)(3) classes is virtually identical”); *id.* at 67 n.26 (noting that “[b]y definition, ... all of the (b)(2) class members also have an interest in maximizing the monetary relief provided to the (b)(3) class, either directly, as purchasers of one of Defendants’ plans during the class periods, or derivatively, as dependent family members or other beneficiaries under such a plan”).

³ We note that the *Payment Card* case recently returned to the Second Circuit, where that court confirmed our reading of its 2016 decision: “On June 30, 2016, we held that the members of the (b)(2) injunction class received inadequate representation ... because, despite their divergent interests, they were represented by the same counsel and lead plaintiffs as the (b)(3) damages class.... Specifically, we explained that the interest of the (b)(3) class members was in ‘maximiz[ing] cash compensation for past harm,’ while the interest of the (b)(2) class members was in ‘maximiz[ing] restraints on network rules to prevent harm in the future.’” *Fikes Wholesale Inc. v. HSBC Bank USA, N.A.*, 62 F.4th 704, 714 (2d Cir. 2023).

⁴ Sections II.B and II.C of Home Depot’s reply are devoted virtually exclusively to its new intra-class conflict argument, while other passages of the reply also refer to this argument. See, e.g., HD Reply at 27-29.

supposed differences in the interests of different groups in the (b)(2) class, including fully-insured individuals, employers with fully-insured plans, self-funded (“ASO”) employers who do not qualify as “National Accounts,” and National Accounts. *See* HD Reply at 31–33. “The problem lies in having a single (b)(2) class covering class members with materially different *relative* interests in monetary and injunctive relief.” *Id.* at 34 (emphasis in original). *See id.* at 36 (arguing that fundamental conflicts may exist with respect “to intra-class differences over settlement relief priorities”). And it devotes pages of its reply to layer upon layer of unsupported conjecture in an attempt to develop the argument that National Accounts “naturally” have materially competing interests and “settlement priorities” than other members of the (b)(2) class. *Id.* at 32–35.⁵

⁵ *See, e.g.*, HD Reply at 33 (arguing that the Settlement prevents National Accounts from seeking to enjoin certain future antitrust violations and characterizing that “concession” as “inconsequential to much of the (b)(2) class, as compared to cash compensation, but not to National Accounts”); *id.* at 33 (arguing that the “different types of class members forced into the single (b)(2) class have naturally divergent priorities in the balance of damages and equitable relief negotiated in any settlement”); *id.* (asserting that “class members would ... have different interests in obtaining (and releasing) prospective injunctive relief depending upon the competitive positions they would enjoy in an unrestrained market”); *id.* at 33–34 (asserting that National Accounts “naturally would be more interested in dismantling Blue-bidding restrictions than smaller ASOs or fully-insured subscribers with little ability to attract multiple Blue bids in a competitive market”); *id.* at 34 (asserting that unlike fully-insured subscribers who may no longer be covered by a Blue Plan, National Accounts “benefit primarily from [prospective relief] reducing barriers to competitive bidding”); *id.* (asserting that injunctive relief “eliminating or minimizing anti-competitive bidding restrictions” would necessarily “be more valuable” to National Accounts than their shares of the Settlement’s monetary relief, while “fully-insured individuals and local employers naturally would sacrifice that and other injunctive

The adequacy of representation argument in Home Depot’s opening brief raised *none* of the issues that it has made the centerpiece of the adequacy of representation section of its reply brief. One can scour the relevant pages of Home Depot’s opening brief argument without finding *any* reference at all to “intra-class” differences, let alone to the detailed (though wholly speculative) recitation that can be found in their reply brief of supposed differences in interests and settlement priorities of National Accounts when compared to other members of either the (b)(2) or (b)(3) classes. Put simply, Home Depot’s adequacy of representation argument has transmogrified from one focusing exclusively on supposed inherent *inter-class* conflicts to one focusing almost exclusively on supposed actual *intra-class* conflicts that were not even identified, much less explained, in its opening brief.⁶

relief (and broaden the injunctive release) to maximize dollars”); *id.* at 35 (arguing that while “[t]here may not be a subscriber with *no* interest in monetary compensation” “there are ASOs and National Accounts that would naturally value it far less than certain forms of prospective injunctive relief”).

⁶ The significantly different nature of the adequacy of representation arguments made in Home Depot’s reply brief is driven home by the starkly contrasting remedial implications of that argument as compared to the argument made in Home Depot’s opening brief. The *per se inter-class* conflict discussed in the opening brief would presumably be cured by providing separate representation (*e.g.*, class representatives and counsel) for the (b)(2) and (b)(3) classes, as the Second Circuit held was necessary in *Payment Card*. See *Payment Card*, 827 F.3d at 233–34. But the alleged conflict *within* the (b)(2) class that Home Depot now raises in its reply brief could logically only be cured by creating multiple subclasses, with separate class representative and counsel, within *that* class. Home Depot is understandably coy about how many subclasses, class representatives, and counsel would be required, but given the amorphous parameters of its new argument, it would presumably insist on separate representation at least for fully-insured individuals, employers with fully-insured plans, self-funded employers that are not National Accounts, and

The new arguments Home Depot makes in its reply brief are meritless. But the relevant point here is that they are improper. This Court has held on countless occasions that an appellant cannot raise issues for the first time in a reply brief and that it will not consider or address any such newly raised issues or arguments. *See, e.g., Big Top Koolers, Inc. v. Circus-Man Snacks, Inc.*, 528 F.3d 839, 844 (11th Cir. 2008) (“We decline to address an argument advanced by an appellant for the first time in a reply brief.”); *Davis v. Coca-Cola Bottling Co. Consol.*, 516 F.3d 955, 972 (11th Cir. 2008) (“[P]resenting [an] argument in the appellant’s reply does not somehow resurrect it.”); *Timson v. Sampson*, 518 F.3d 870, 874 (11th Cir. 2008) (“[W]e do not address arguments raised for the first time [even] in a pro se litigant’s reply brief.”); *United States v. Levy*, 379 F.3d 1241, 1244 (11th Cir. 2004) (“[T]his Court ... repeatedly has refused to consider issues raised for the first time in an appellant’s reply brief.”); *United States v. Coy*, 19 F.3d 629, 632 n. 7 (11th Cir. 1994) (“Arguments raised for the first time in a reply brief are not properly before a reviewing court.”); *Federal Marine Terminals, Inc. v. Director, OWCP*, 651 Fed. Appx. 912, 915 (11th Cir. 2016); *Johnson v. Guerrieri Mgmt., Inc.*, 437 Fed. Appx. 853, 857 n.1

National Accounts (HD Reply at 31), plus any other cohorts of class members who have “material differences” in “settlement priorities” (*id.* at 35). *See also id.* at 34 (“The problem lies in having a single (b)(2) class covering class members with materially different *relative* interests in monetary and injunctive relief.”); *id.* at 33 (suggesting existence of material differences in interest between National Accounts and “smaller ASOs”); *id.* at 34 (suggesting differences between National Accounts and “local employers”); *id.* (suggesting that “past” members of Blue plans may have different interests than other members of their class).

(11th Cir. 2011).⁷

Arguments are abandoned on appeal when they are not clearly designated in the appellant’s opening brief. *Rogero v. Noone*, 704 F.2d 518, 520 n. 1 (11th Cir. 1983). “A party fails to adequately brief a claim when he does not plainly and prominently raise it, for instance by devoting a discrete section of his argument to those claims.” *Sapuppo v. Allstate Floridian Ins. Co.*, 739 F.3d 678, 680–81 (11th Cir. 2014) (quotation marks omitted). The argument must be referenced in the “statement of the issues presented for review,” *Levy*, 379 F.3d at 1244, developed in the argument, and supported with factual support in the statement of facts. The argument, in short, must actually be made in the appellant’s opening brief, not merely assumed, alluded to, or implied. *Cont’l Tech. Serv., Inc. v. Rockwell Int’l Corp.*, 927 F.2d 1198, 1199 (11th Cir. 1991). And the argument must have been presented in such a manner that the appellee could rely on the opening brief in framing its own argument in response. *Fed. Sav. and Loan Ins. Corp. v. Haralson*, 813 F.2d 370, 373–374 n.3 (11th Cir. 1987) (“[i]n preparing briefs and arguments, an appellee is entitled to rely on the content of an appellant’s brief for the scope of the issues appealed.”) (*quoting*

⁷ See also FRAP 28(a)(5), (8) (appellant’s opening brief “must contain” a “statement of the issues presented for review” and an argument that “must contain” “appellant’s contentions and the reasons for them”); *United States v. Feinberg*, 89 F.3d 333, 340–41 (7th Cir. 1996) (“The reply brief is not the appropriate vehicle for presenting new arguments or legal theories to the court”); *In re Literary Works in Elec. Databases Copyright Litig.*, 654 F.3d 242, 255 n.8 (2d Cir. 2011) (declining to consider new adequacy of representation argument in case involving class action settlement).

Pignons S.A. de Mecanique v. Polaroid Corp., 701 F.2d 1, 3 (1st Cir. 1983)).

The adequacy of representation arguments raised in Home Depot’s reply brief do not come close to meeting these standards. Again, Home Depot’s opening brief was exclusively focused on its arguments concerning the supposed inherent inter-class conflict that precluded unitary representation of the (b)(2) and (b)(3) classes. That was the issue identified in Home Depot’s Statement of Issues, and it was the sole argument developed in the Argument section of its brief. That brief did not raise, much less develop or explain, the supposed actual intra-class conflicts among the members of the (b)(2) class to which it devotes almost the entirety of the adequacy of representation section of its reply brief.

Home Depot was the master of its opening brief, and it could have attempted to raise and develop this argument at that time. For whatever reason, it chose not to do so. In preparing their response brief, Subscriber Plaintiffs were entitled to rely, and did rely, on Home Depot’s choices regarding the arguments it would raise on appeal. *Haralson*, 813 F.2d at 373–374 n.3. The fact that the adequacy of representation arguments Home Depot chose to make in its opening brief have been fully briefed—and, we submit, thoroughly refuted—in Subscriber Plaintiffs’ response brief does not somehow license Home Depot to move the target by raising new, and materially different, arguments in its reply.

Because Home Depot’s new arguments are not properly before the Court, the relevant sections and passages of its reply brief should be stricken. *See United States*

v. Magluta, 418 F.3d 1166, 1185–86 (11th Cir. 2005) (noting that Court had granted motion to strike arguments raised for first time in reply brief); *Mesones v. Estevez*, No. 19-14119, 2021 WL 3721324, at *3 n.4 (11th Cir. Aug. 23, 2021) (granting motion to strike new arguments in reply brief). *See also USX Corp. v. Liberty Mut. Ins. Co.*, 444 F.3d 192, 201–02 (3d Cir. 2006); *Echo Acceptance Corp. v. Household Retail Servs., Inc.*, 267 F.3d 1068, 1091–92 (10th Cir. 2001). Regardless of whether the Court formally strikes those portions of the reply brief, however, the Court should not consider Home Depot’s new, and forfeited, arguments.

CONCLUSION

For the foregoing reasons, Plaintiffs-Appellees respectfully request that the Court strike the new adequacy of representation arguments in Home Depot’s reply brief.

Dated: April 13, 2023

Respectfully submitted,

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CERTIFICATE OF COMPLIANCE

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Dated: April 13, 2023.

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CERTIFICATE OF SERVICE

I hereby certify that on April 13, 2023, I electronically filed the foregoing document with the Clerk of the Court using CM/ECF. Those counsel for Objectors-Appellants and Defendant-Appellees who are registered ECF users will be served by the ECF system.

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